

**UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

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|------------------------------------|---|------------------------------|
| YELLOW GROUP LLC; YELLOW CAB |) | |
| AFFILIATION INC.; TAXI AFFILIATION |) | |
| SERVICES LLC; YC1 LLC; 5 STAR |) | |
| FLASH, INC.; CHICAGO MEDALLION, |) | CIVIL ACTION NO.: 12-cv-7967 |
| ONE, INC.; and, YOUR PRIVATE |) | |
| LIMOUSINE, INC., |) | Hon. Sharon J. Coleman |
| |) | Hon. Jeffrey T. Gilbert |
| Plaintiffs, |) | |
| |) | |
| v. |) | |
| |) | |
| UBER TECHNOLOGIES, INC., |) | |
| |) | |
| Defendant. |) | |

DECLARATION OF HENRY ELIZAR

I, Henry Elizar, declare as follows:

1. My name is Henry Elizar and I am President of 5 Star Flash, Inc. and the managing member of Chicago Medallion One LLC. I have worked in the taxi industry for the past 28 years. I am familiar with the organization, operations, and commercial activity of 5 Star Flash, Inc. ("Flash Cab") and Chicago Medallion One LLC ("CM1"). Flash Cab and CM1 are collectively referred to in this declaration as the "Flash Plaintiffs."
2. All of the facts contained in this declaration are based on my personal knowledge.
3. The Flash Plaintiffs have expended substantial sums every year to comply with the taxicab ordinances in the City of Chicago. The Flash Plaintiffs have purchased vehicles to be used as taxicabs, meters, liability and worker's compensation insurance, licenses, dispatching services and equipment, garage and office space, and hired employees to run and maintain these services.
4. Flash Cab is affiliated with a number of companies, including CM1, which collectively operate the Flash Cab taxis in the City of Chicago.
5. Flash Cab is a taxi affiliation that operates in the City of Chicago. Taxi affiliations like Flash Cab are organizations of taxicab medallion owners that provide affiliation members with a dispatch system, access to liability and worker's compensation insurance, a Chicago business address, a registered telephone number, a registered agent, a lost and found department, uniform trademarks and colors, among other things. In exchange for these services, affiliation members pay monthly dues to Flash Cab.

6. Like all taxi affiliations in the City of Chicago, Flash Cab is required to dispatch a taxicab in response to all dispatch requests from the public. As drivers elect not to utilize the radio dispatch services, or to even turn off the affiliation provided dispatch equipment, Flash Cab is losing control over its dispatch services as drivers routinely refuse to accept certain affiliation-dispatched calls, instead preferring to take illegal Uber dispatches.

7. CM1 is a limited liability company that owns several Chicago taxicab medallions. Each medallion is individually numbered and is a license to operate one taxicab in Chicago. Taxi medallions are treated as commodities and their value is determined by market demand.

8. Medallion owners such as CM1 derive revenue from their medallions by leasing taxicabs to drivers. The maximum lease rates for taxicabs are set by the City of Chicago. The ratio of leased taxis to available taxis is a measure known as "utilization." Like many other owners of multiple medallions, CM1's fixed costs require it to maintain a utilization ration of approximately 80% to remain fiscally solvent.

9. When consumers who would normally have taken a taxicab choose instead to take a livery ride, the overall number of taxicab fares drops. The lower number of available taxicab fares lessens the potential income for taxi drivers and makes driving a taxicab less economically attractive and potential drivers opt for other means of income. The result is an overall decline in utilization.

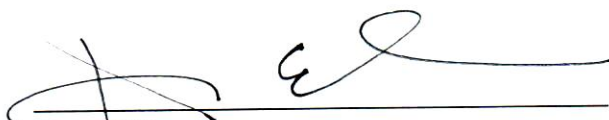
10. Medallion owners, including CM1, have already seen a steady drop in utilization since Uber opened its doors in Chicago, resulting in a severe loss of revenues. This drop in utilization affects all companies operated by Flash Cab. If utilization continues to go down, Flash Cab and CM1 will not have sufficient revenue to cover their fixed costs and will go out of business.

11. The value of taxicab medallions in Chicago has declined due to Uber's operations. As taxi ridership and utilization declines, so does the amount of potential revenue the medallion owners can expect. Additionally, when Uber further turns Black cars into unlicensed taxicabs and floods the market with this illegal service, Uber dilutes the taxi market and diminishes the value of Chicago medallions.

Pursuant to 28 U.S.C § 1745, I declare under penalty of perjury that the foregoing is true and correct.

Date:

1/25/13


Henry Elizar